

BELZ INVESTCO GP, Grantor

TO

WARRANTY DEED

SECURITY BUILDERS, INC., Grantee

FOR AND IN CONSIDERATION of the sum of Ten Dollars (\$10.00), cash in hand paid, and other good and valuable consideration, receipt of which is hereby acknowledged, BELZ INVESTCO GP, a Tennessee general partnership, acting by and through its authorized official, does hereby sell, convey and warrant unto SECURITY BUILDERS, INC., a Mississippi corporation, the land lying and being situated in the City of Olive Branch, DeSoto County, Mississippi, more particularly described as follows:

Lots 3, 12, 13, 37 & 38, Germanwood Station Subdivision, situated in Section 21, Township 1 South, Range 6 West, City of Olive Branch, Desoto County, Mississippi, as per plat thereof recorded in Plat Book 74, Pages 44-47, in the office of the Chancery Clerk of Desoto County, Mississippi

together with all rights, privileges, appurtenances and easements appurtenant to the foregoing property.

Grantor covenants with the said Grantee and its assigns, that Grantor is lawfully seized and possessed of the above-described real estate, and has a good and lawful right to sell and convey same; that said real estate is free of all liens and mortgages; and Grantor does hereby covenant that it will forever warrant and defend the title to said real estate against the lawful claims of all persons whosoever.

The above described Property may be filled land or partially filled land and party of the first part shall not be responsible or liable for any claims of any kind or character because of said Property being filled or partially filled land. Engineer's Certifications are required for foundations built upon fill and party of the second part shall be solely responsible for design and certification of the foundation of improvements to be erected upon the Property. Party of the first part will not be responsible for any trees that die.

The lot and subdivision improvements in the above-referenced subdivision have been designed and are/or shall be installed in accordance with all prevailing local governmental standards and requirements. Party of the first part makes no warranty concerning the degree of rainwater inundation that may result on the aforementioned lots since said inundation can be expected with rainfall which exceeds the design standards.

The warranty in this deed is subject to: any rights of way and easements for public road and public utilities, any other easements, any subdivision and zoning regulations in effect, any applicable building restrictions and any restrictive covenants of record; taxes for the year 2002, which will become due and payable on January 1, 2003; any easements, building setback lines, rights of way and restrictive covenants shown on the above-described plat; 10' sewer easement granted to the City of Olive Branch recorded by instrument in Book 262, Page 199, in the Office of the Chancery Clerk of Desoto County, Mississippi; and 15' right of way granted to Home Telephone Company by instrument recorded in Book 248, Page 495, in the Office of the Chancery Clerk of Desoto County, Mississippi.

Grantor shall be responsible for 2002 real property taxes assessed to the property conveyed herein.

WITNESS THE SIGNATURE of the authorized official of the Grantor this 3rd day of September, 2002.

BELZ INVESTCO GP, Grantor
By: URCO, Inc., Its Managing Partner

By: [Signature]
Morris I. Thomas, Vice President

STATE MS. - DESOTO CO.
SEP 25 10 46 AM '02
BK 429 PG 104
W.E. DAVIS CH. CLK.

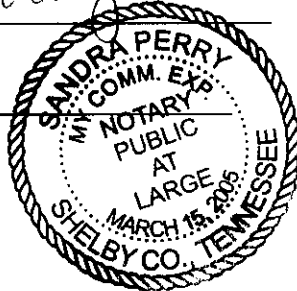
**STATE OF TENNESSEE
COUNTY OF SHELBY**

Before me, a Notary Public of the State and County aforesaid, personally appeared MORRIS I. THOMAS, VICE PRESIDENT of URCO, INC., a Tennessee corporation, said corporation is the managing partner of BELZ INVESTCO GP, a Tennessee general partnership, with whom I am personally acquainted, and who, upon oath acknowledged that he is the VICE PRESIDENT of URCO, INC., managing partner of BELZ INVESTCO GP, and that he as such VICE PRESIDENT executed the foregoing instrument for the purpose therein contained by signing the name of such partnership by such corporation, as the managing partner by himself as VICE PRESIDENT of such corporation.

WITNESS my hand and Notarial seal, at office in Memphis, Tennessee, this, the 3rd day of September, 2002.

Sandra Perry
Notary Public

My Commission Expires: _____



THIS INSTRUMENT PREPARED BY:

Andrea S. Bienstock, Esq.
100 Peabody Place, Suite 1400
Memphis, Tennessee 38103
349-6900

RECORD AND RETURN TO:

Bridgforth & Buntin
1607 Stateline Road
Southaven, MS 38671

GRANTOR'S ADDRESS:

100 Peabody Place, Suite 1400
Memphis, Tennessee 38103
Phone: 901-762-4780

GRANTEE'S ADDRESS:

9045 Highway 78
Olive Branch, MS 38654
Phone: 901-526-2186